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UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

USA COMMERCIAL MORTGAGE COMPANY,
Debtor.

USA CAPITAL REALTY ADVISORS, LLC, Debtor.

USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,
Debtor.

USA CAPITAL FIRST TRUST DEED FUND, LLC,
Debtor.

USA SECURITIES, LLC,
Debtor.

Affects:

- ☒ All Debtors
- ☒ USA Commercial Mortgage Company
- ☐ USA Capital Realty Advisors, LLC
- ☐ USA Capital Diversified Trust Deed Fund, LLC
- ☐ USA Capital First Trust Deed Fund, LLC
- ☐ USA Securities, LLC

Case No. BK-S-06-10725-LBR
Case No. BK-S-06-10726-LBR
Case No. BK-S-06-10727-LBR
Case No. BK-S-06-10728-LBR
Case No. BK-S-06-10729-LBR

Chapter 11

**OMNIBUS RESPONSE OF JV
DIRECT LENDERS TO FIRST
INTERIM FEE AND EXPENSE
APPLICATIONS**

Hearing Date: September 28, 2006
Hearing Time: 9:30 a.m.

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JV Direct Lenders, by and through their counsel, Janet L. Chubb, Esq., of Jones Vargas, respond to First Interim Fee and Expense Applications of Shea & Carlyon, Ltd., Stutman, Treister & Glatt P.C., Alvarez & Marsal, LLC, Orrick, Herrington & Sutcliffe LLP, Gordon & Silver, Ltd., Beckley Singleton, Chtd., Mesirow Financial Interim Management, LLC and Thomas J. Allison, Lewis and ROcak LLP, Schwartzer & McPherson Law Firm, Ray Quinney & Nebeker P.C., and Members of Official Committee of Equity Security Holders of USA Capital First Trust Deed Fund, LLC, and state that they have no objection to the Applications as long as the fees and expenses requested and approved are not paid from any monies belonging to the JV Direct Lenders as beneficiaries of those certain direct loans listed in the in the Second Amended Statement of Jones Vargas Pursuant to Bankruptcy Rule 2019 filed on September 13, 2006.

The JV Direct Lenders note that certain parties have suggested that fees of the Debtors and/or the Direct Lenders Committee should be charged to the individual direct lenders or against their loans. JV Direct Lenders object to any such surcharge, particularly in this context, i.e., that no motion to surcharge has even been filed.

The Direct Lenders are (involuntarily in some cases) financing these cases with their monthly fees and the collection efforts of the Debtors are for just those activities, collection. No charges should be levied against the Direct Lenders.

DATED this 18th day of September, 2006.

JONES VARGAS

By: //s// Janet L. Chubb
JANET L. CHUBB, ESQ.
LOUIS M. BUBALA, ESQ.

Attorneys for JV Direct Lenders

CERTIFICATE OF SERVICE

1. We filed the following document(s) on September 13, 2006:

OMNIBUS RESPONSE TO FIRST INTERIM FEE AND EXPENSE APPLICATIONS

2. Upon filing, I served the above-named document(s) by the following means to the persons as listed below:

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9 b **Personal Service** (list persons and addresses):
I personally delivered the document(s) to the persons at these addresses:

9 For a party represented by an attorney, delivery was made by handing the document(s) to the attorney or by leaving the document(s) at the attorney's office with a clerk or other person in charge, or if no one is in charge by leaving the document(s) in a conspicuous place in the office.

9 For a party, delivery was made by handing the document(s) to the party or by leaving the document(s) at the person's dwelling house or usual place of abode with someone of suitable age and discretion residing there.

: c. **By direct email (as opposed to through the ECF System)** (list persons and email addresses):

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9 e. By fax transmission (list persons and fax numbers):

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9 f. By messenger:

I served the document(s) by placing them in an envelope or package addressed to the persons at the addresses listed blow and providing them to a messenger for service. (A declaration by the messenger must be attached to this Certificate of Service).

3. And on September 19, 2006, we will serve the above-named document(s) United States mail, postage fully prepaid (list persons and addresses):

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I declare under penalty of perjury that the foregoing is true and correct.

DATED this 18th day of September, 2006.

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Tawney Waldo
Name

//s// Tawney Waldo
Signature